

Exhibit 3

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS**

CARRIE CASTILLO, ANASTASSIA
LETOURNEAU, and JACQUELYN MYHRE,
on behalf of themselves and all others similarly
situated,

Plaintiffs,

v.

No. 16 Civ. 3036

Hon. Andrea R. Wood

NOODLES & COMPANY,

Defendant.

**DECLARATION OF PLAINTIFFS' COUNSEL ROWDY B. MEEKS
IN SUPPORT OF PLAINTIFFS' MOTION FOR APPROVAL OF
SETTLEMENT, SERVICE AWARD, AND ATTORNEYS' FEES AND COSTS**

I, Rowdy B. Meeks, declare as follows:

1. I am the founding partner at the law firm of Rowdy Meeks Legal Group LLC, and an attorney of record for Plaintiffs. I am admitted to the bar of this Court, and I am a member of the Kansas and Missouri State bars, and many Federal Court bars. I make this declaration based on my personal knowledge and if called to testify to the contents hereof, I could and would competently do so.

2. I have been actively engaged in this litigation since I first learned about Plaintiffs' claims. I and co-counsel for Plaintiffs have diligently pursued this case and have expended substantial hours on this case which include conducting formal and informal discovery, reviewing thousands of pages of documents and other data, researching and drafting briefing for the FLSA motion for conditional certification, engaging in settlement discussions with the mediator and Defendant, and briefing settlement approval and fee approval motions.

3. Although I believe that the data and documents produced in formal and informal discovery, and information revealed during Class Member interviews support Plaintiffs' allegations that Defendant is liable for wage-and-hour violations and that Plaintiffs' claims are appropriate for class and collective action treatment, I recognize that this Court and/or a finder of fact could reach a different conclusion. I also recognize that Plaintiffs may not prevail in their FLSA collection action certification motion. I further recognize the risk of possible negative outcomes for Plaintiffs and the Class should this litigation continue.

4. I hold the opinion that the proposed Settlement involves the payment of a fair, reasonable, and substantial sum, particularly in light of the risks attendant with further litigation. Accordingly, I strongly recommend that the Court approve the proposed settlement.

5. I have had meaningful participation in this case which includes responsibility for the prosecution of this case.

6. My law firm and I have actively prosecuted this case. My firm and I have extensive experience in wage and hour collective and class action litigation. I am very familiar with the claims Plaintiffs and the Class assert in this litigation.

7. I have been practicing law for more than 20 years. I graduated from Cornell University, Ithaca, New York in 1990 with a B.S. in Applied Economics and Business Management. In 1993, I then obtained a Juris Doctor, *magna cum laude*, from Washburn University School of Law, Topeka, Kansas. I have been actively engaged in the practice of law since that time. I have practiced labor and employment law with several nationally and regionally significant law firms including Dentons, Husch Blackwell, and Constangy Brooks, Smith, & Prophete, LLP.

8. I have served as lead and/or lead co-counsel in numerous wage and hour collective and class action lawsuits across the United States. Since 2011, I and my law firm have settled wage and hour collective and class action lawsuits which include tens of thousands of claimants and which total in excess of \$60,000,000 including such cases in this District.

9. Here is an example listing of recent representative wage and hour class and collective action cases in which I have acted as lead counsel or lead co-counsel: Cramer et al v. Bank of America et al, Case No. 1:12-cv-8687 (N.D. Ill.); Kelly et al v. Bank of America et al, Case No. 10-cv-5332 (N.D. Ill.); Zammatta v. Bridgeview Bank Mortgage Co., Case No. 11-cv-5504 (N.D. Ill.); Marzano et al v. Proficio Mortgage Ventures, LLC et al, Case No. 12-cv-7696 (N.D. Ill.); Grewe v. Cobalt Mortgage, Inc., Case No. 2:16-cv-00477-JCC; Wheeler v. Cobalt Mortgage, Inc., Case No. 2:14-cv-01847-JCC (W.D. Wash.); McClean et al v. Health Systems, Inc. et al, Case No. 6:11-cv-3037-DGK (W.D. Mo.); O'Donnell et al v. Southwestern Bell Yellow Pages, Inc., Case No. 4:11-cv-1107-CEJ (E.D. Mo.); Vaughan v. Compass Bank et al, Case No. 4:12-cv-316 (S.D. Tex.); Chapman v. BOK Financial Corp., Case No. 4:12-cv-613-GKF-PJC (N.D. Ok.); Hamilton et al v. NHS Management, LLC, Case No. 3:12-cv-5044-BW (W.D. Mo.); Callender v. Coastal International Security, Inc., Case No. 5:10-cv-220-THR (W.D. Ky.); Dubeau et al v. Sterling Savings Bank et al, Case No. 1:12-cv-1602-CL (D. Or.); Jarrett v. GGNSC Holdings, Inc., Case No. 2:12-cv-4105-BP (W.D. Mo.); Creed v. Benco Dental Supply Company, Case No. 3:12-cv-1571-RDM (M.D. Pa.); Anguiano v. First United Bank & Trust Co., Case No. 12-cv-1096-M (W.D. Ok.); Chin v. The Tile Shop, LLC, Case No. 13-cv-2969-SRN-JSM.

10. My co-counsel, Lewis Kuhn Swan PC, was likewise involved in this litigation from the outset and is experienced in wage and hour collective and class action litigation. Since

2013, I have co-counsel a number of collective and class action lawsuits with the attorneys from this firm and am familiar with their work. Together, Lewis Kuhn Swan PC has recovered millions of dollars for thousands of employees. *See, e.g., Shaw v. Interthinx, Inc.*, Case No. 13-cv-01229-REB-BNB (D. Colo.); *Weber v. Interthinx, Inc.*, 4:2015-cv-00646-JAR (W.D. Mo.); *Bollman v. FirstBank Holding Company*, 15-cv-01843-RM-NYW (D. Colo).

11. Michael D. Kuhn is one of the Lewis Kuhn Swan shareholders and has been primarily involved in this litigation, although Paul F. Lewis and Andrew E. Swan have played significant roles as well. Mr. Kuhn graduated law school near the top of his class from the University of Denver Sturm College of law in 2010. Since that time, he has practiced employment law and represented both employers and employees in labor and employment disputes. Mr. Kuhn has been selected by his peers as a “Top Attorney” on several occasions and has been named a “Rising Star” by the publication Super Lawyers.

12. My law firm and the Lewis Kuhn Swan PC law firm have combined incurred \$10,718.52 in costs and expenses during the prosecution of this matter. These costs and expenses were reasonable and necessary for the prosecution of this action, and include:

• Filing fee	\$400
• Service fee	\$100
• Private investigator	\$800
• Travel expenses	\$8,006.29
• Copy, Pacer, Westlaw, Transcripts	<u>\$1,412.23</u>
Total	\$10,718.52

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Executed on this 29th day of November, 2016.

/s/ Rowdy B. Meeks
Rowdy B. Meeks